

P01000039096

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

Dissolution
JFM 8/25



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 7, 2006

Janice Basile, Inc.
413 Trinidad Drive
Satellite Beach, FL 32937

SUBJECT: JANICE BASILE, INC.
Ref. Number: P01000039096

We have received your document for JANICE BASILE, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file articles of dissolution or a certificate of withdrawal is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 006A00049092

ARTICLES OF VOLUNTARY DISSOLUTION

JANICE BASILE, INC., a Florida corporation, having its principal office in Satellite Beach, Florida (hereinafter referred to as the "Corporation"), hereby certifies to the Secretary of State of Florida that:

FIRST: The name of the Corporation is Janice Basile, Inc., on and after the effective date of dissolution, the name of the Corporation shall be "Janice Basile, Inc., a dissolved Florida Corporation 2006."

SECOND: The address of the principal office of the Corporation in the State of Florida is:

413 Trinidad Dr.
Satellite Beach, FL 32937

THIRD: The dissolution was authorized on June 30, 2006.

FOURTH: The number of votes cast for the proposal to dissolve by each voting group entitled to vote separately on the proposal was sufficient for approval by that voting group.

FIFTH: The corporation will be dissolved effective upon the filing of these Articles of Voluntary Dissolution with the Secretary of State.

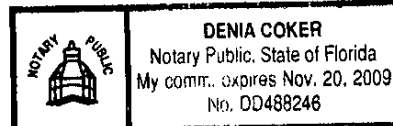
IN WITNESS WHEREOF, Janice Basile, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this June 30, 2006, and its President acknowledges that these Articles of Voluntary Dissolution are the act and deed of, Janice Basile, Inc., and, under the penalties of perjury, that the matters set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

Janice Basile President
Janice Basile Date

STATE OF FLORIDA
COUNTY OF BREVARD

Sworn to (or affirmed) and subscribed before me this 31
day of July, 2006, by JANICE BASILE
who is personally known to me or has produced
FL ID as identification.



06 AUG 23 PM 1:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

INFORMAL ACTION OF STOCKHOLDERS

JUNE 30, 2006

The undersigned, constituting all of the stockholders of Janice Basile, Inc., a Florida Corporation (hereinafter referred to as the "Corporation"), in accordance with the Florida Statutes of the Division of Corporations, do hereby take the actions below set forth, and to evidence their waiver of any right to dissent from such actions, do hereby consent as follows:

WHEREAS, the Corporation has ceased its operations, and it no longer engages in the activities which warrant that it remain in existence; and

WHEREAS, the Board of Directors has deemed it advisable and determined it to be in the best interests of the Corporation that the Corporation be voluntarily dissolved;

NOW THEREFORE, be it

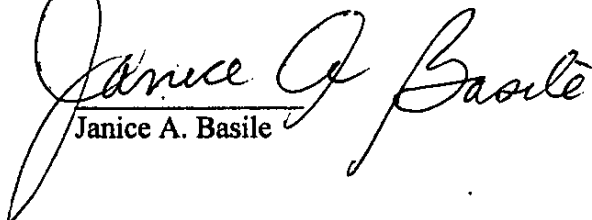
RESOLVED: That the voluntary dissolution of the Corporation as set forth in the form of the Articles of Voluntary Dissolution, attached hereto and incorporated by reference herein, be and the same is hereby approved.

RESOLVED: That the President of the Corporation is hereby authorized and directed to file with the Secretary of State of Florida, Articles of Voluntary Dissolution in the form attached hereto and incorporated by reference herein, and the proper officers of the Corporation be and they are hereby authorized to take any and all action to execute, acknowledge, seal and file any and all instruments and documents deemed necessary or proper in connection therewith.

This Informal Action of Stockholders may be executed in counterparts.

WITNESS the execution hereof the day and year first above written.

STOCKHOLDERS:


Janice A. Basile

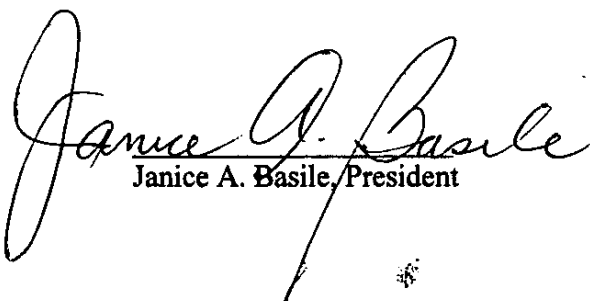
**PLAN OF DISSOLUTION
JANICE BASILE, INC.**

I hereby certify that the following Resolutions were unanimously adopted at a Special Meeting of the Shareholders of Janice Basile, Inc. on the thirtieth day of June, 2006.

RESOLVED, that the Corporation be dissolved in accordance with the provisions of Section 331 of the Internal Revenue Code, and be it

FURTHER RESOLVED, that in accordance with the Articles of Voluntary Dissolution, with an effective date of June 30, 2006, the officers and directors are hereby authorized and directed to see that the following steps are undertaken:

1. that within 60 days of the adopting this plan to dissolve. Form 966 shall be filed with the District Director of Internal Revenue together with a certified copy of the Articles of Voluntary Dissolution, and Informal Action of Stockholders which have an effective date of June 30, 2006;
2. that pursuant to this plan of dissolution, the corporate records of expenses and income will be finalized for tax preparation, and the corporate bank accounts will be closed;
3. that thereafter, as soon as practicable, the Corporation, by its duly authorized officers and directors, shall distribute all assets, subject to any unpaid liabilities, to the shareholders in redemption and cancellation of all the outstanding capital stock of the Corporation, using their discretion as to how the assets and liabilities will be apportioned (if any) among the shareholders;
4. that the proper officers of the Corporation shall file the Articles of Voluntary Dissolution with the Secretary of State;
5. that the proper officers of the Corporation shall file all other forms and documents required by the State of Florida, and the Federal Government, including tax returns as soon as possible after distribution of the corporate assets;
6. that the officers and directors of the Corporation are empowered, authorized and directed to carry out the provisions of this plan, and to adopt any further resolutions that may be necessary in dissolving the Corporation in accordance with the expressed intent of the shareholders under the plan adopted.


Janice A. Basile, President

Plan Adoption date:
June 30, 2006